

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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DAVID E. KAPLAN, et al.,

Plaintiffs,

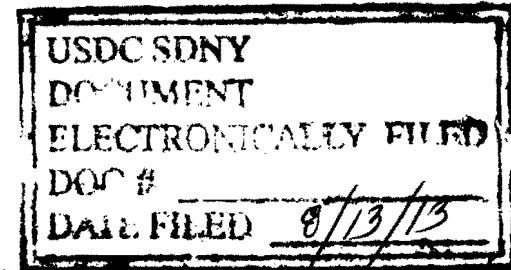
- against -

S.A.C. CAPITAL ADVISORS, L.P., et al.,

Defendants.
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No. 12 Civ. 9350 (VM) (KNF)

ECF CASE



**STIPULATION AND ~~PROPOSED~~ ORDER
CONCERNING PRODUCTION OF DOCUMENTS**

WHEREAS, by Order dated July 19, 2013 (the "Discovery Order") [ECF No. 84], the Court modified the discovery stay imposed by the Private Securities Litigation Reform Act of 1995 and directed production of all document discovery now or hereafter produced to the defendants by the Securities and Exchange Commission (the "SEC") and the United States Attorney's Office for the Southern District of New York (the "USAO") in connection with *United States v. Martoma*, No. 12 Cr. 973 (PGG) (S.D.N.Y.) (the "Criminal Action") and *SEC v. CR Intrinsic Investors, LLC*, No. 12 Civ. 8466 (VM) (S.D.N.Y.);

WHEREAS, the USAO has raised certain concerns regarding (i) the scope of production pursuant to the Discovery Order, and (ii) any production of documents subject to the protective order in the Criminal Action without the prior approval of the Court therein, and the parties have agreed to limit and condition production accordingly, as provided herein;

NOW, THEREFORE, IT IS STIPULATED AND AGREED, by and among the undersigned parties to this Action, through their undersigned counsel, and upon entry by the Court it shall be ORDERED as follows:

1. Production pursuant to the Discovery Order shall be limited to the following documents:

(a) Documents produced by S.A.C. Capital Advisors, L.P. and its affiliates, limited to documents (i) with the Bates prefix "SAC_ELAN", bearing dates during the period July 1, 2006 to August 30, 2008, to the extent related to the subject matter of this Action, as reasonably determined by the USAO, or (ii) reflecting trades in Elan Corporation, plc and Wyeth securities, short positions therein, options thereon, and any other derivatives whose price is linked to the trading price of such securities.

(b) All documents produced by Elan Corporation, plc.

(c) All documents produced by Wyeth or Pfizer Inc., if any.

(d) All investigative/interview transcripts prepared by the SEC in connection with its investigation of insider trading in Elan and Wyeth securities.

(e) Documents produced by Defendant Sidney Gilman with the following Bates ranges: SG 1-224, 545-1631, 29773-33162.

(f) Documents produced by Gerson Lehrman Group, Inc. with the following Bates ranges: 1-1400, 10179-10184, 10268-10446, 10487-065665.

2. This agreement is without prejudice to Plaintiffs' right to seek additional discovery from Defendants upon the close of trial in the Criminal Action, and it is likewise without prejudice to the right of the USAO, the SEC, and Defendants to seek relief against and/or to object to any further production.

3. Defendant Mathew Martoma shall produce (i) the above-described trading records within seven (7) days after execution hereof by the parties, and (ii) all other documents subject to production pursuant to the Discovery Order, as limited hereby, within fourteen (14) days after

execution hereof by the parties, in each case subject to (x) Plaintiffs' prior entry into a protective order in a form reasonably acceptable to Defendants, the USAO, and the SEC, and (y) approval of such production by the Court in the Criminal Action, the Honorable Paul G. Gardephe.

4. Forthwith upon execution hereof by the parties, Defendant Mathew Martoma shall apply to the Court in the Criminal Action for leave to make the production contemplated hereby, in form reasonably acceptable to Plaintiffs and the USAO.

Dated: New York, New York
August 2, 2013

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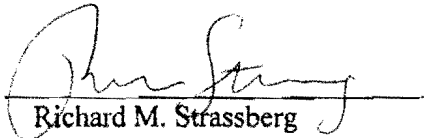
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Attorneys for Defendant Mathew Martoma

Dated: New York, New York
August 14, 2013

SO ORDERED:


KEVIN NATHANIEL FOX
UNITED STATES MAGISTRATE JUDGE

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